

KRONOS INC
Form 8-K
October 07, 2003

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): October 7, 2003

Kronos Incorporated

(Exact Name of Registrant as Specified in Charter)

Massachusetts

(State or Other Jurisdiction of Incorporation)

0-20109
(Commission File Number)

04-2640942
(I.R.S. Employer Identification No.)

297 Billerica Road
Chelmsford, Massachusetts

01824

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(Address of Principal Executive Offices)

(Zip Code)

(978) 250-9800

(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS

Kronos Incorporated (the Registrant) is filing this Current Report on Form 8-K for the purpose of filing with the Securities and Exchange Commission as an exhibit hereto the Registrant's press release, dated October 7, 2003, announcing the declaration of a 3-for-2 stock split of the Registrant's Common Stock, par value \$0.01 per share (the Common Stock), in the form of a 50% Common Stock dividend. The Common Stock dividend will be paid on or about October 31, 2003 to all holders of record as of the close of business on October 20, 2003 (the Record Date).

The Registrant will not issue fractional shares of Common Stock in connection with the stock split and any holder of Common Stock who would otherwise be entitled to a fractional share will be paid an amount equal to the value of such fractional share interest based on the last reported sale price per share (at the 4:00 p.m. eastern standard time end of regular trading hours) of the Common Stock on the Record Date on the NASDAQ National Market®.

A copy of the Press Release issued in connection with the declaration of a 3-for-2 stock split in the form of a 50% Common Stock dividend is attached to this Current Report on Form 8-K as Exhibit 99.1.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(a) Financial Statements of Businesses Acquired

Not Applicable.

(b) Pro Forma Financial Information

Not Applicable.

(c) Exhibits

- 99.1 Press Release, dated October 7, 2003, issued in connection with the declaration of a 3-for-2 stock split in the form of a 50% Common Stock dividend.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KRONOS INCORPORATED

Date: October 7, 2003

By:

/s/ PAUL A. LACY

Paul A. Lacy

Exec. Vice President, Chief Financial

& Administrative Officer and Clerk

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--|
| 99.1 | Press Release, dated October 7, 2003, issued in connection with the declaration of a 3-for-2 stock split in the form of a 50% Common Stock dividend. |